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THE BANK
OF
BRITISH COLUMBIA.

SUPPLEMENTAL CHARTER.

LONDON:
PRINTED BY RIXON & ARNOLD, 29, POULTRY.
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LONDON

PRINTED BY HODGE & KNOX, 10, FLEET STREET, E.C.4

1901

SUPPLEMENTAL CHARTER.

Victoria, by the Grace of God of the United Kingdom of Great Britain and Ireland Queen Defender of the Faith To all to whom these presents shall come Greeting WHEREAS by our Royal Charter of Incorporation bearing date at Westminster the 31st day of May in the Twenty-fifth year of our Reign We did grant constitute ordain and appoint that Thomas William Lockwood Mackean Esquire Martin Ridley Smith Esquire and Eden Colville Esquire together with such and so many other persons and bodies politic and corporate as then were or should thereafter become Proprietors of any share or shares of or in the Capital for the time being of the Company thereby established should be one body politic and corporate in name and in deed by the name of "THE BANK OF BRITISH COLUMBIA" And by that name should and might sue and be sued implead and be impleaded in all Courts whether of Law or Equity and should have a common seal which might be by them varied and changed at their pleasure AND WE DID THEREBY DECLARE that the said Company was and should be established for the purpose of establishing Banks of Issue and Deposit in such cities towns and places within our colonies possessions or settlements of British Columbia and Vancouver's Island on the Continent of North America as might from time to time be determined upon by the Directors for the time being of the Company and for carrying on the general business of Banking in manner aforesaid in such cities towns and places

but subject nevertheless to the several provisions and restrictions in our said Royal Charter contained and to be contained in the Deed of Settlement thereafter directed to be executed or to be contained in any supplemental deed or bye-law as therein mentioned. AND WE DID FURTHER DECLARE that the capital of the said Company should consist of £250,000 sterling divided into 12,500 shares of £20 each and such further capital not exceeding £250,000 as the Directors for the time being should deem necessary for the purpose of the said undertaking. AND WE DID THEREBY DECLARE that it should not be lawful for the Company to commence or carry on the said business of Banking until it should be made to appear to the satisfaction of the Commissioners for the time being of our Treasury that the whole of the aforesaid capital of £250,000 had been subscribed for by deed under hand and seal and that one-half (at the least) of such sum of £250,000 had been actually paid up such satisfaction to be evidenced by a certificate under the hands of any two of the Commissioners of our Treasury. AND WE DID FURTHER DECLARE that unless it should be made to appear to the satisfaction of the Commissioners of our Treasury to be certified as aforesaid that the whole of the said capital of £250,000 had been subscribed under hand and seal before the expiration of a period of eighteen calendar months to commence and be computed from the day of the date of our Royal Charter And unless the whole of the said capital of £250,000 should be actually paid up within the space of two years to be reckoned from the date of the certificate to be granted as aforesaid of the payment of one-half of the said capital of £250,000 (but so that such payment in full should not be in any case delayed beyond the period of three years to be reckoned from the date of our said Royal Charter) that it should be lawful for us our heirs and successors at any time thereafter by any writing under our Great Seal to declare that our said Royal Charter should be absolutely void. AND WE DID THEREBY DIRECT that

within twelve calendar months from the date of our said Royal Charter the persons who should have subscribed for at least one-half of the said sum of £250,000 should to the satisfaction of the Commissioners of our Treasury to be certified as aforesaid enter into and execute a Deed of Settlement as therein mentioned. AND WE DID FURTHER ORDAIN AND DECLARE that it should be lawful for the said Company at and from any city town or place in which they might have established any Bank Branch or establishment under or by virtue of our said Royal Charter (except as therein after mentioned) to make issue and circulate Notes or Bills payable to bearer on demand and to reissue the same but the issue of such Notes and Bills within any of our aforesaid Colonies Possessions or Settlements was to be subject to all and every or any local laws for the time being in force for restraining or regulating the issue therein of Notes or Bills and nothing in our said Royal Charter contained was to be construed or taken as authorizing the Company to issue Notes or Bills at or from any city town or place whereat or wherefrom the issue of Notes or Bills should be prohibited by any local law for the time being in force PROVIDED ALWAYS that all Notes or Bills which should be issued in any of our said Colonies Possessions or Settlements should bear date at the place of issue and should be made payable at the establishment at which the same should have been issued and in the current coin of our realm or other coin lawfully current in the place where the same should be paid and that all Notes and Bills issued at and from any establishment of the Company in any of our Colonies not being the principal establishment of the Company in such Colony should be made payable not only at the establishment at and from which the same should have been issued but also at the principal establishment of the Company in such Colony. PROVIDED ALSO that all Notes and Bills issued by the Company should be chargeable with the Stamp or other Duty (if any) payable thereon by the laws of the place at and from which the same should be

issued. AND IT WAS by our said Royal Charter provided and WE DID THEREBY ORDAIN AND DECLARE that no establishment of the Company other than and except the principal establishment of the Company at the seat of Government in any of our Colonies or Settlements aforesaid should be required to pay any Notes or Bills of the Company other than and except such as should have been originally issued at and from such establishments and also that no principal establishments of the Company in any of the said Colonies or Settlements should be required to pay any Notes or Bills of the Company which might have been issued by the Company in any other colony or settlement unless payment thereof should have been refused at such principal establishment as aforesaid at which the same had been issued and in that case payment should be made at such other establishment as the Company should direct or in default of such direction then at any one of the principal establishments of the Company where payment thereof might be demanded. AND WHEREAS by an indenture bearing date the 24th day of June 1862 and made between the several persons whose names and seals were thereunto in the fourth Schedule thereto respectively subscribed and affixed of the first part and the said Bank of British Columbia hereinafter called The Company of the second part (being the Deed of Settlement of the Company entered into and executed in pursuance of the directions in that behalf in our said Royal Charter contained and enrolled in our High Court of Chancery). Every person party of the first part of the said Deed of Settlement covenanted with the Company and the Company covenanted with the several persons parties thereto of the first part in manner in the said Deed of Settlement mentioned and among other things that the business of the Company should be the business of banking in the colonies of British Columbia and Vancouver's Island or the Continent of North America and all other business usually transacted by bankers under the superintendence and control of a principal establishment in London

conformably to the terms of our said Royal Charter. And that the original Capital of the Company should be £250,000 sterling divided into 12,500 shares of £20 each and that an Extraordinary Meeting of the Company called and held as therein mentioned might accept or authorize the Court of Directors on behalf of the Company to apply for and accept any Supplemental Charter extending altering or otherwise affecting the Constitution of the Company or of the Shareholders. PROVIDED that as regards annulling or altering all or any of the provisions of the said Deed of Settlement and as regards adopting or authorizing the Court to adopt any other provisions in lieu thereof a resolution of an Extraordinary Meeting should be of no effect unless the resolution should be confirmed at a second Extraordinary Meeting. AND WHEREAS it has been represented to us that one-half of the said Capital of £250,000 was actually paid up before the Company commenced or carried on the said business of banking. AND WHEREAS it has been represented to us that the Company have commenced and are now carrying on the business of banking at Victoria in Vancouver's Island and New Westminster Quasnelle and Richfield in British Columbia. AND WHEREAS it has been represented to us that it will be for the advantage of the said Company and also of our Colonies Settlements and Possessions on the western side of the continent of North America and in the adjacent Islands that the Company should have power to establish Banks of Issue and Deposit and to carry on the general business of Banking in such of our Colonies Possessions or Settlements as hereafter in that behalf mentioned. And also at such Ports Towns Cities or Places not being in our Colonies Possessions or Settlements as hereafter in that behalf mentioned. AND WHEREAS it has also been represented to us that having regard to the present amount of business transacted by the said Bank and the amount of capital required for such business it would be detrimental to the said Bank and would not add to the security of our subjects

and others who have dealings with the said Bank that any further part of the said original Capital of the said Bank should be called up until the increase in the business of the said Bank shall make the calling up a further part of the said Capital necessary or expedient. AND WHEREAS it has also been represented unto us that the recited provision of our said Royal Charter whereby it is provided that all Notes and Bills as therein mentioned issued at or from any establishment of the Company in any of our Colonies not being the principal establishment of the Company in such Colony should be made payable not only at the establishment at or from which the same shall have been issued but also at the principal establishment of the Company in such Colony imposes upon the Company the necessity of keeping a larger amount of specie at the various establishments of the Company than is necessary for the security of the public. AND WHEREAS it has been represented to us that the said Company has by the resolutions of an Extraordinary Meeting confirmed at a second Extraordinary Meeting respectively duly called and held for that purpose resolved as follows (that is to say)—That it is expedient that the Company be authorized to establish Banks of Issue and Deposit and to carry on the general business of Banking in such cities towns and places in the western part of the continent of North America and in the adjacent Islands as Her Majesty shall be graciously pleased to allow. That it is expedient that such part of the original Capital of the Company as has not been called up shall not be called up unless and until it shall in the opinion of the Court of Directors of the Company be desirable that the same shall be called up. That it is expedient that the Company have power to issue Notes or Bills payable on demand which shall be payable only at the place of issue and not at any other place unless the same Notes and Bills shall be expressly made payable at such other place. That the Court of Directors be authorized on behalf of the Company to apply to Her Majesty for

and accept a supplemental Charter altering the constitution of the Company in the matters aforesaid and to accept such Charter and that all and every the provisions of such supplemental Charter shall be laws of the Company as if the same had been contained in the original Charter. AND WHEREAS the Directors of the said Company have humbly besought us to grant to the Company a Supplemental Charter containing such powers and provisions as are hereinafter contained which we are minded to do under the conditions and subject to the provisions and restrictions hereinafter contained. NOW KNOW YE that we as well upon the prayer of the said Directors as of our special Grace certain knowledge and mere motion by these presents do grant ordain and declare as follows (that is to say) That it shall be lawful for the Company to establish Banks of Issue and Deposit and to carry on the general business of banking in any city town or place in North America to the westward of the meridian of longitude of ninety-five degrees west from Greenwich being within any of our Colonies Possessions or Settlements except the territories limits or places granted to the Governor and Company of the Adventurers of England trading into Hudson's Bay (commonly called the Hudson's Bay Company) by Royal Charter or Letters Patent of his late majesty King Charles the Second bearing date at Westminster the 2nd day of May in the two-and-twentieth year of his reign or not being within any of our Colonies Possessions or Settlements but in which a British Consulate or Vice-Consulate is or may be hereafter established but subject nevertheless to the several provisions and restrictions in the said Charter and Deed of Settlement as hereinafter contained or to be contained in any supplemental deed or bye law as in the said Charter mentioned That the declaration in our said Royal Charter contained that unless the whole of the said capital of £250,000 should be actually paid up within the space of two years to be reckoned from the date of the certificate to be granted as

therein mentioned of the payment of one-half of the said capital of £250,000 (but so that such payment in full should not be in any case delayed beyond the period of three years to be reckoned from the date of our said Royal Charter) it should be lawful for us our heirs and successors at any time thereafter by any writing under our Great Seal to declare that our said Royal Charter should be absolutely void be and the same is hereby repealed and annulled.

That the proviso in our said Royal Charter contained whereby it was provided that all Notes or Bills which should be issued in any of our said Colonies Possessions or Settlements shall bear date at the place of issue and should be made payable at the establishment from which the same should have been issued and in the current coin of our Realm or other coin lawfully current in the place where the same should be paid and that all Notes and Bills issued at or from any establishment of the Company in any of our Colonies not being the principal establishment of the Company in such Colony should be made payable not only at the establishment at or from which the same should have been issued but also at the principal establishment of the Company in such Colony and also the proviso in our said Royal Charter contained that no establishment of the Company other than and except the principal establishment of the Company at the seat of Government in any of our Colonies or Settlements aforesaid should be required to pay any Notes or Bills of the Company other than and except such as should have been originally issued at and from such establishment and also that no principal establishments of the Company in any of the said Colonies or Settlements should be required to pay any Notes or Bills of the Company which might have been issued by the Company in any other Colony or Settlement unless payment thereof should have been refused at such principal establishment as aforesaid at which the same were issued and that in that case payment should be made at such other establishment as the Company

should direct or in default of such direction then at any one of the principal establishments of the Company where payment thereof may be demanded be and the same are hereby repealed and annulled and in lieu of such provisos WE DO HEREBY ORDAIN AND DECLARE that all Notes or Bills payable to bearer on demand which shall be issued by the Company in any of our Colonies Possessions or Settlements shall bear date at the place of issue and shall be made payable at the establishment from which the same shall have been issued and at such other place or places (if any) as on such Notes or Bills shall be in that behalf expressed and in the current coin of our Realm or other coin legally current in the place where the same shall be paid. AND WE DO HEREBY WILL AND DECLARE that these presents shall be deemed supplementary to our said Charter so already granted as aforesaid and that the said recited Charter and these presents shall be construed as one instrument and in all respects as if the provisions hereby made had been inserted in our said recited Charter. AND WE for ourselves our heirs and successors do grant and declare that this our Royal Charter or the enrolment thereof shall be in all things valid and effectual in the law according to the true intent and meaning of the same and shall be recognized as valid and effectual by all our Courts and Judges in our United Kingdom of Great Britain and Ireland and elsewhere and by the respective Governors for the time being of all our Colonies Possessions and Settlements and all other officers persons and bodies politic and corporate whom it doth shall or may concern. And that the same shall be taken construed and adjudged in the most favourable and most beneficial sense for the best advantage of the said Company as well in our several Courts of Record in our United Kingdom of Great Britain and Ireland as in our several Colonies Possessions and Settlements aforesaid or elsewhere. And notwithstanding any non-recital mis-recital uncertainty or imperfection therein. AND LASTLY WE DO HEREBY REQUIRE AND ENJOIN all our

officers and servants whom it may at any time concern to give full force and effect to these our Letters Patent and to be in all things aiding and assisting to the said Company and their successors.

In witness whereof we have caused these our Letters to be made Patent. Witness ourself at our Palace at Westminster this 30th day of August, 1864, in the twenty-eighth year of our reign.

By Her Majesty's Command.

GARDEW.

L. S.

